

Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :

S.No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By-Pass, Near Sinhagad Road Fly over
Ambeqaon Budruk, Taluka Haveli, Dist. Pune – 411046.
Tel : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel : 020 66471800
Email : streception@shogini.com
CIN – U32104PN1982PTC028059

NOTICE

NOTICE is hereby given that an Extraordinary General Meeting of the members of **SHOGINI TECHNOARTS PVT LTD** ('Company') will be held at **SHORTER NOTICE** on Friday, the 09th Day of January, 2026 at the registered office of the Company at Gat No 788, Khed Shivapur, Tal Haveli Dist. Pune, Maharashtra, India - 412205 at 05:00 P.M. IST to transact the following business:

SPECIAL BUSINESS

TO APPOINT M/S S.R. BATLIBOI & CO. LLP (FIRM REGISTRATION NO: 301003E/E300005) AS THE STATUTORY AUDITOR OF THE COMPANY AND REVIEW THE TERMS AND SCOPE OF APPOINTMENT AND FIXATION OF FEES, TO FILL THE CASUAL VACANCY, CAUSED DUE TO RESIGNATION OF M/S HMA & ASSOCIATES, CHARTERED ACCOUNTANTS, ERSTWHILE STATUTORY AUDITORS OF THE COMPANY, HAVING FIRM REGISTRATION NO. 100537W

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as an **Ordinary Resolution**:

"RESOLVED THAT on the recommendation of the Audit Committee and the Board of Directors of the Company and pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), M/s S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No: 301003E/E300005), be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused due to resignation tendered by M/s HMA & Associates, Chartered Accountants, the erstwhile Statutory Auditors of the Company, having Firm Registration No. 100537W, to hold office till the conclusion of the Annual General Meeting to be held in the year 2026.

RESOLVED FURTHER THAT any one of the Directors of the Company or Mr. Sudhir Goyal, or Mr. Ayush Thareja, Authorised Signatory(ies) of the Company, be and are hereby severally authorized to decide and finalize the terms and conditions of the appointment, including the remuneration/audit fee, plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit, in consultation with the Statutory Auditors, and to sign/execute the engagement letter for and on behalf of the Board.

RESOLVED FURTHER THAT any one of the Director of the Company, or Mr. Sudhir Goyal, or Mr. Ayush Thareja, Authorised Signatory(ies) of the Company, be and are hereby authorized severally to do all such other act(s), matter(s), deed(s) and thing(s) as they may think fit necessary, expedient and consequential to give effect to the above resolution (s)."

By order of the Board of Directors
For Shogini Technoarts Pvt Ltd

(Jasbir Singh)
Director

DIN: 00259632★

Place: Gurugram
Date: 08.01.2026

Address: 514A, The Camellias, DLF Golf Links, Golf
Course Road Gurgaon Haryana – 122001

Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :

S No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By Pass, Near Sinhagad Road Fly over
Ambegaon Budruk, Taluka Haveli, Dist. Pune – 411046.
Tel : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel. : 020 66471800
Email : streception@shogini.com
CIN – U32104PN1982PTC028059

Notes:

1. The explanatory statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 read with the rules framed thereunder concerning the special business in respect of Item no. 1 as set out in the notice is annexed hereto and forms part of the notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING (“EGM”) IS ENTITLED TO APPOINT A PROXY, OR, WHERE THAT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE ON A POLL ON HIS/ HER BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF COMPANY. THE INSTRUMENT APPOINTING THE PROXY TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING. BLANK PROXY FORM FOR THE EGM IS ENCLOSED.
3. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
4. *Proxies Register shall be made available for inspection during the period beginning from 24 hours before EGM commencement time till EGM conclusion time.*
5. Proxies submitted on behalf of Companies and other bodies corporate, societies, trust, etc., must be supported by an appropriate resolution, as applicable.
6. Members/ Proxies should bring their Attendance slip/sheet duly completed for attending the Meeting, no extra attendance slip will be provided at the venue of the EGM.
7. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting, by e-mail to cs_corp@ambergroupindia.com.
8. In respect of members whose e-mail ids are registered with the Company, the Notice of the EGM is being sent in electronic mode to their emails registered with the Company. The members who have not registered their e-mail ID are requested to register the same with the Company for receiving all communication including Notices, Circulars, etc. from the Company electronically.
9. In case of joint holders attending the EGM, only such joint holder who is higher in the order of names will be entitled to vote.
10. Members are requested to notify immediately any change of address in respect of the shares held, to their Depository Participants (DPs) in respect of the shares held in Dematerialized form.
11. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company quoting reference of their DP ID and Client ID.
12. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days of the Company during the business hours upto the date of the Extraordinary General Meeting and at the venue of the Meeting for the duration of the Meeting.

Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :

S No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By-Pass, Near Sinhagad Road Fly over
Ambegaon Budruk, Taluka Haveli, Dist. Pune – 411046.
Tel : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel : 020 66471800
Email : streception@shogini.com
CIN – U32104PN1982PTC028059

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 (hereinafter referred to as “the Act”) and the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act will be available for inspection by the members at the commencement of EGM of the Company and shall remain open and accessible during the continuance of the EGM to any person having the right to attend the meeting.

Place: Gurugram
Date: 08.01.2026

By order of the Board of Directors
For Shogini Technoarts Pvt Ltd



(Jasbir Singh)
Director
DIN: 00259632

Address: 514A, The Camellias, DLF Golf Links, Golf
Course Road Gurgaon Haryana – 122001

Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :

S.No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By-Pass, Near Sinhagad Road Fly over
Ambegaon Budruk, Taluka Haveli, Dist. Pune – 411046.
Tel : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel : 020 66471800
Email : streception@shogini.com
CIN – U32104PN1982PTC028059

Explanatory Statement

{Pursuant to Section 102 of the Companies Act, 2013, to the resolution proposed to be passed at the Extraordinary General Meeting to be held at a Shorter Notice on 09.01.2026 at 05:00 P.M. IST}

ITEM NO. 1

M/s HMA & Associates, Chartered Accountants (Firm Registration No. 100537W), were appointed as the Statutory Auditors of the Company at the Annual General Meeting held on 30th September 2023, in accordance with the provisions of the Companies Act, 2013 (“the Act”).

Subsequently, M/s HMA & Associates, tendered their resignation from the position of Statutory Auditors of the Company, vide their resignation letter dated 30th November 2025, resulting in a casual vacancy in the office of the Statutory Auditors, as per Section 139(8) of the Companies Act, 2013.

As the Company is a step-down subsidiary of Amber Enterprises India Limited (“Amber”), the ultimate holding company, the Management of the Company, with a view to ensuring operational convenience, audit standardization, and to bring uniformity across group entities, has recommended to appoint a common statutory auditor, aligned with that of Amber.

Accordingly, to fill the casual vacancy, the Board of Directors of the Company, through resolution passed through circulation dated 29th December 2025, based on the recommendation of the Audit Committee, by the Resolution passed by circulation on even date i.e. 29th December 2025, has approved the appointment of M/s S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005), as the Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting to be held in the year 2026.

The remuneration/audit fee payable to the proposed Statutory Auditors, along with applicable taxes and reimbursement of out-of-pocket expenses, shall be finalized in consultation with them and approved by the Board of Directors or any authorized person, as may be determined from time to time

A copy of the consent letter and the eligibility certificate under Section 139 of the Act, received from M/s S.R. Batliboi & Co. LLP, confirming their eligibility to be appointed as Statutory Auditors of the Company, shall be made available for inspection by the members during working hours, up to the date of the Extraordinary General Meeting.

None of the Directors, Key Managerial Personnel (KMPs), or their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this Notice of EGM.

The Board confirms that all material facts relating to the proposed resolution have been disclosed, and to the best of its knowledge and belief, no further information is required to enable members to understand the scope, implications, and make an informed decision regarding the proposed appointment.

Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :


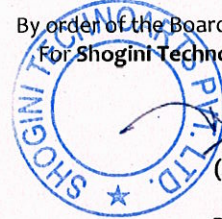
S No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By-Pass, Near Sinhagad Road Fly over
Ambegaon Budruk, Taluka Haveli, Dist. Pune – 411046.
Tel. : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel. : 020 66471800
Email : streception@shogini.com
CIN – U32104PN1982PTC028059

Accordingly, the Ordinary Resolution as set out at Item No. 1 of the accompanying Notice is recommended for the approval of the shareholders.

By order of the Board of Directors
For Shogini Technoarts Pvt Ltd

(Jasbir Singh)
Director

DIN: 00259632

Address: 514A, The Camellias, DLF Golf Links, Golf
Course Road Gurgaon Haryana – 122001

Place: Gurugram
Date: 08.01.2026

ST Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :

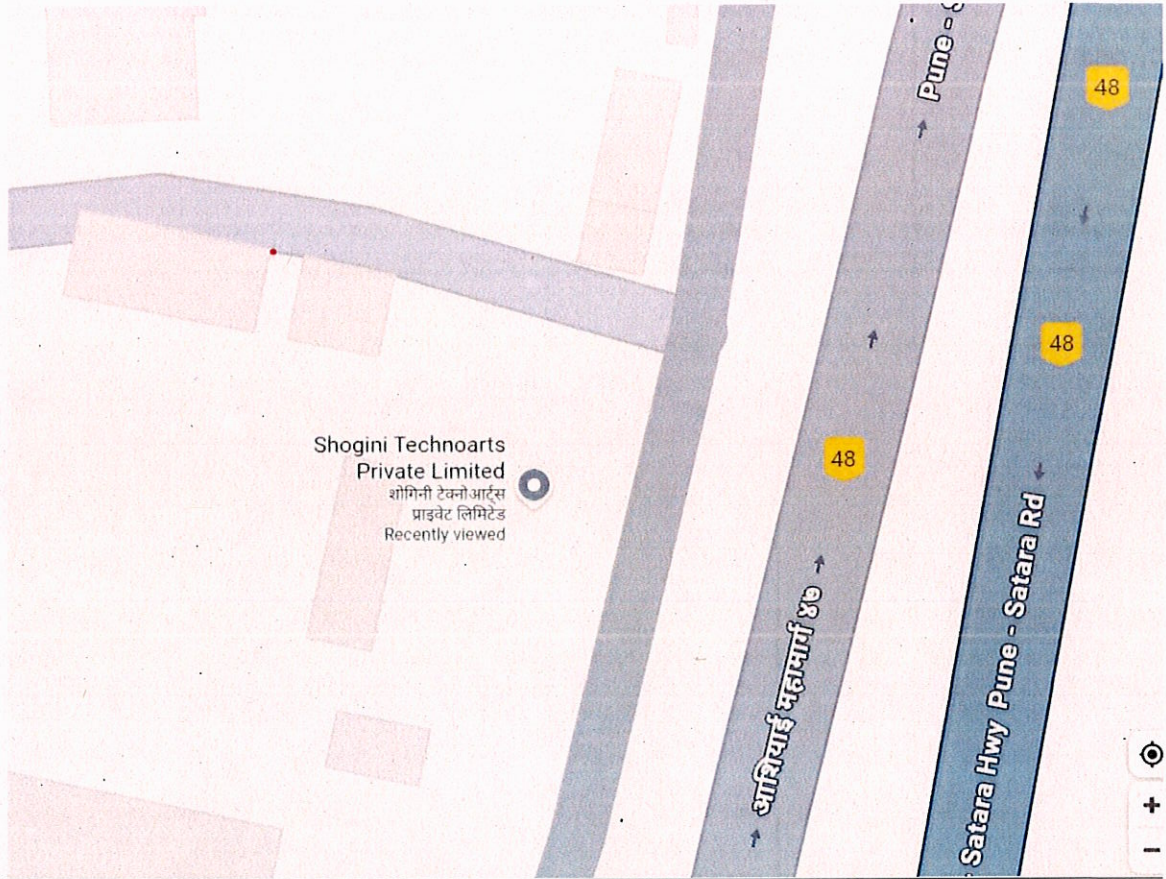
S.No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By Pass, Near Sinhagad Road Fly over
Ambegaon Budruk, Taluka Haveli, Dist. Pune - 411046.
Tel. : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel. : 020 66471800
Email : streception@shogini.com
CIN - U32104PN1982PTC028059

Route Map to the Venue of the Extraordinary General Meeting of Shogini Technoarts Pvt Ltd to be held on Friday, 09th day of January 2026 at 05:00 P.M. IST at the registered office of the Company at Gat No 788, Khed Shivapur, Tal Haveli Dist. Pune, Maharashtra, India - 412205

<https://maps.app.goo.gl/rEwpm8WihF4qyctw7>



Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :

S.No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By-Pass, Near Sinhagad Road Fly over
Ambegaon Budruk, Taluka Haveli, Dist. Pune – 411046.
Tel. : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel. : 020 66471800
Email : streception@shogini.com
CIN – U32104PN1982PTC028059

CIN : U32104PN1982PTC028059
NAME OF THE COMPANY : Shogini Technoarts Pvt Ltd
REGISTERED OFFICE : Gat No 788, Khed Shivapur, Tal Haveli, Pune, Maharashtra, India-412205
Website : <https://www.shogini.com/>
Email : stpaccts@shogini.com
Tel : +91 20 6647 1700

ATTENDANCE SLIP

Members or their proxies are requested to fill and present this form for admission at the entrance of the meeting hall, duly signed in accordance with their specimen signatures registered with the Company.

Name of Member(s) including joint holders, if any [in Block Letter(s)] :

Registered Address of the Sole/First named Member :

Registered Folio No./ DP ID No. and Client ID No. * :
*(Applicable to Members holdings shares in dematerialized form)

No. of Shares held :

I/We hereby record my/our presence at the **EXTRAORDINARY GENERAL MEETING** of Shogini Technoarts Pvt Ltd being held on Friday, 09th January, 2026 at Gat No 788, Khed Shivapur, Tal Haveli Dist. Pune, Maharashtra, India - 412205 at 05:00 P.M. IST.

Please (√) in the box

MEMBER PROXY

Signature of the Member's/ proxy

Note: Please bring the attendance slip to meeting hall and hand it over at the entrance of the hall.

Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :

S.No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By-Pass, Near Sinhagad Road Fly over
Ambegaon Budruk, Taluka Haveli, Dist. Pune – 411046.
Tel. : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel. : 020 66471800
Email : streception@shogini.com
CIN – U32104PN1982PTC028059

Form No. MGT – 11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN : U32104PN1982PTC028059
Name of Company : Shogini Technoarts Pvt Ltd
Registered Office: : Gat No 788, Khed Shivapur, Tal Haveli, Pune,
Maharashtra, India-412205

Name of Member(s) :

Registered Address :

E-mail Id :

Folio No./ Client Id :

DP Id :

No. of Shares :

I/We being a member of _____ shares of Shogini Technoarts Pvt Ltd, hereby appoint:

Name:

Address:

E-mail Id:

Signature:

or failing him/her

Name:

Address:

E-mail Id:

Signature:

or failing him/her

Name:

Address:

E-mail Id:

Signature:

Shogini Technoarts Pvt. Ltd.

REGD. OFFICE :

S.No. 5 (P), Hissa No. 2/4/2, Shogini Building,
Katraj-Dehuroad By-Pass, Near Sinhagad Road Fly over
Ambegaon Budruk, Taluka Haveli, Dist. Pune – 411046.
Tel. : 020 66471700
Email : Info@shogini.com
Website : www.shogini.com

WORKS :

Gat No. 788, Khed Shivapur,
Taluka Haveli, Dist. Pune, 412205
Fax : 020 66471820
Tel. : 020 66471800
Email : streception@shogini.com
CIN – U32104PN1982PTC028059

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the **EXTRAORDINARY GENERAL MEETING** of Shogini Technoarts Pvt Ltd scheduled to be held at a shorter notice on Friday, 9th day of January, 2026 at 05.00 P.M. IST at the Registered Office of the Company at Gat No 788, Khed Shivapur, Tal Haveli, Pune, Maharashtra, India-412205 and at any adjournment thereof in respect of such resolution as indicated below :

Item No.	Resolution	For	Against
1.	To appoint M/s S.R. Batliboi & Co. LLP (Firm registration no: 301003E/E300005) as the Statutory Auditor of the Company and review the terms and scope of appointment and fixation of fees, to fill the casual vacancy, due to resignation of M/s HMA & Associates, Chartered Accountants, erstwhile Statutory Auditors of the Company, having firm registration no. 100537W		

Signed this _____, 2026.

Affix
Revenue
stamp of not
less than Rs. 1

Signature of the Member: _____

Signature of Proxy holder(s): _____

NOTE:

- (i) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
- (ii) The proxy form should be signed across the revenue stamp as per specimen signature(s) registered with the Company. The Proxy need not be a member of the Company.